

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA**

In Re: Generations on 1st, LLC, Debtor.	Case No.: 25-30002 Chapter 11 (Main Case)
In Re: Parkside Place, LLC, Debtor.	Case No.: 25-30003 Chapter 11 (Jointly Administered)
In Re: The Ruins, LLC, Debtor.	Case No.: 25-30004 Chapter 11

DECLARATION OF Joe Binkert (GAGE BROS. CONCRETE PRODUCTS, INC.) CERTIFYING RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE 902(11)

[illegible]

Joe Binkers, pursuant to 28 U.S.C. § 1746, hereby certifies as follows:

1. I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
2. I am the President of Gage Bros. Concrete Products, Inc. ("Gage Bros.") located in Sioux Falls, South Dakota and have been employed by Gage Bros. since 1999. Gage Bros. provides precast concrete materials and labor.

3. I am the records custodian for Gage Bros.
4. Gage Bros. was subpoenaed for records in the lawsuit *Red River State Bank v. The Ruins, LLC, et. al.*, Codington County Circuit Court, South Dakota, Case No. 14CIV24-68. Gage Bros. responded to the subpoena and provided documents as requested.
5. I have personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Gage Bros. provided precast concrete materials and labor for the Ruins Project.
6. I have personal knowledge of the construction of the mixed-use building located at 26 1st Ave. SW, Watertown, South Dakota (the "Generations Project"). Gage Bros. provided precast concrete materials and labor for the Generations Project.
7. I have personal knowledge of the construction of the Parkside Place apartment building located at 8 2nd St NE, Watertown, South Dakota (the "Parkside Project"). Gage Bros. provided precast concrete materials and labor for the Parkside Project.
8. True and correct copies of Gage Bros's Payment Applications, payment records, Proposal, and lien waivers for the Ruins Project are attached as **Exhibit A.**
9. True and correct copies of Gage Bros's Payment Applications, payment records, and lien waivers for the Generations Project are attached as **Exhibit B.**
10. True and correct copies of Gage Bros's Payment Applications, payment records, and lien waivers for the Parkside Project are attached as **Exhibit C.**
11. The documents attached as **Exhibits A (Ruins), B (Generations), and C (Parkside)** were made at or near the time of the events set forth therein by myself and other people with knowledge of those matters.
12. It was the regular practice of Gage Bros's business activities to make the records and/or to keep copies from information transmitted by the records attached as **Exhibits A, B, and C.**
13. The records attached as **Exhibit A, B, and C** were kept in the regular course of business activity.
14. I certify under penalty of perjury that the foregoing is true and correct.

Executed on 15th day of October, 2025.

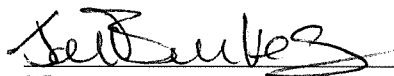

Name: _____

Exhibit A

Gage Bros. Concrete Products, Inc.

**Ruins Project
Payment Applications
Payment Records
Proposal
Lien Waivers**

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO CONTRACTOR:
Prevail Build
100 East Kemp Ave, Suite E
Watertown, SD 57201

PROJECT: The Ruins
Watertown, SD

FROM SUBCONTRACTOR:
Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA:
CONTRACT FOR: Concrete Products

APPLICATION NO: 1

PERIOD TO: 2/28/2022

PROJECT NOS:
JOB NO:
CONTRACT DATE: 9/16/2021

Distribution to:

<input type="checkbox"/>	OWNER
<input type="checkbox"/>	ARCHITECT
<input type="checkbox"/>	CONTRACTOR
<input type="checkbox"/>	
<input type="checkbox"/>	

Invoice # 1911192
Gage Job # 21-11505

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	1,089,897.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,089,897.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	74,702.89
5. RETAINAGE:		
a. 0% of Completed Work (Column D + E on G703)	\$	0.00
b. 0% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	74,702.89
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	0.00
8. CURRENT PAYMENT DUE	\$	74,702.89
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	1,015,194.11

CONTRACTOR:

By: Tina Con Date: 2/23/2022

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 23rd day of February, 2022.
Notary Public: Gina Hillers
My Commission expires: 2/2/2028



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the information comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 1

APPLICATION DATE: 2/23/22

PERIOD TO: 2/28/22

ARCHITECT'S PROJECT NO: 0

GAGE JOB NO: 21-11505

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$ 38,000.00	-	38,000.00	-	38,000.00	100.00%	-	-
	<u>8" COREFLOOR</u>								
2	Materials including Sales Tax	\$ 94,987.34	-	-	-	-		94,987.34	-
3	Freight	\$ 9,376.00	-	-	-	-		9,376.00	-
	<u>12" COREFLOOR</u>								
4	Materials including Sales Tax	\$ 66,011.62	-	-	-	-		66,011.62	-
5	Freight	\$ 7,032.00	-	-	-	-		7,032.00	-
	<u>12" HEAVY COREFLOOR</u>								
6	Materials including Sales Tax	\$ 96,550.59	-	-	-	-		96,550.59	-
7	Freight	\$ 11,134.00	-	-	-	-		11,134.00	-
	<u>SMOOTH GREY PANELS</u>								
8	Materials including Sales Tax	\$ 247,145.28	-	-	-	-		247,145.28	-
9	Freight	\$ 18,166.00	-	-	-	-		18,166.00	-
	<u>BEAMS</u>								
10	Materials including Sales Tax	\$ 191,654.33	-	19,165.43	-	19,165.43	10.00%	172,488.90	-
11	Freight	\$ 7,032.00	-	-	-	-		7,032.00	-
	<u>COLUMNS</u>								
12	Materials including Sales Tax	\$ 70,149.84	-	17,537.46	-	17,537.46	25.00%	52,612.38	-
13	Freight	\$ 1,758.00	-	-	-	-		1,758.00	-
14	Hired Erection	\$ 230,900.00	-	-	-	-		230,900.00	-
	GRAND TOTALS	\$1,089,897.00	\$0.00	\$74,702.89	\$0.00	\$74,702.89	6.85%	\$1,015,194.11	\$0.00

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APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO CONTRACTOR:
Prevail Build
100 East Kemp Ave, Suite E
Watertown, SD 57201

PROJECT: The Ruins
Watertown, SD

FROM SUBCONTRACTOR:
Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

CONTRACT FOR: Concrete Products

APPLICATION NO: 2

PERIOD TO: 2/28/2022

PROJECT NOS:
JOB NO:
CONTRACT DATE: 9/16/2021

Distribution to:
☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

Invoice # 1911219
Gage Job # 21-11505

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

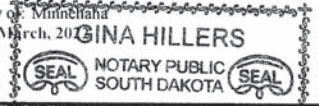
The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	1,089,897.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,089,897.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	455,654.82
5. RETAINAGE:		
a. 0% of Completed Work (Column D + E on G703)	\$	0.00
b. 0% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	455,654.82
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	74,702.89
8. CURRENT PAYMENT DUE	\$	380,951.93
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	634,242.18

CONTRACTOR:

By: [Signature] Date: 3/24/2022

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 24th day of March, 2022
Notary Public: Gina Hillers
My Commission expires: 2/2/2028



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 2
 APPLICATION DATE: 3/24/22
 PERIOD TO: 2/28/22
 ARCHITECT'S PROJECT NO: 0
 GAGE JOB NO: 21-11505

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G + C)		
1	Drafting/Mobilization/Engineering	\$ 38,000.00	38,000.00	-	-	38,000.00	100.00%	-	-
	<u>8" COREFLOOR</u>								
2	Materials including Sales Tax	\$ 94,987.34	-	-	-	-		94,987.34	-
3	Freight	\$ 9,376.00	-	-	-	-		9,376.00	-
	<u>12" COREFLOOR</u>								
4	Materials including Sales Tax	\$ 66,011.62	-	23,104.07	-	23,104.07	35.00%	42,907.55	-
5	Freight	\$ 7,032.00	-	-	-	-		7,032.00	-
	<u>12" HEAVY COREFLOOR</u>								
6	Materials including Sales Tax	\$ 96,550.59	-	-	-	-		96,550.59	-
7	Freight	\$ 11,134.00	-	-	-	-		11,134.00	-
	<u>SMOOTH GREY PANELS</u>								
8	Materials including Sales Tax	\$ 247,145.28	-	185,358.96	-	185,358.96	75.00%	61,786.32	-
9	Freight	\$ 18,166.00	-	-	-	-		18,166.00	-
	<u>BEAMS</u>								
10	Materials including Sales Tax	\$ 191,654.33	19,165.43	172,488.90	-	191,654.33	100.00%	-	-
11	Freight	\$ 7,032.00	-	-	-	-		7,032.00	-
	<u>COLUMNS</u>								
12	Materials including Sales Tax	\$ 70,149.84	17,537.46	-	-	17,537.46	25.00%	52,612.38	-
13	Freight	\$ 1,758.00	-	-	-	-		1,758.00	-
14	Hired Erection	\$ 230,900.00	-	-	-	-		230,900.00	-
	GRAND TOTALS	\$1,089,897.00	\$74,702.89	\$380,951.93	\$0.00	\$455,654.82	41.81%	\$634,242.18	\$0.00

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APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO CONTRACTOR:

Prevail Build
100 East Kemp Ave, Suite E
Watertown, SD 57201

PROJECT: The Ruins
Watertown, SD

APPLICATION NO: 3

Distribution to:

☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

PERIOD TO: 4/30/2022

FROM SUBCONTRACTOR:

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA:

PROJECT NOS:

JOB NO:

CONTRACT DATE: 9/16/2021

Invoice # 1911255

Gage Job # 21-11505

CONTRACT FOR: Concrete Products

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

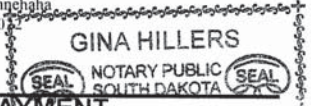
The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	1,089,897.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,089,897.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	804,499.00
5. RETAINAGE:		
a. 0% of Completed Work (Column D + E on G703)	\$	0.00
b. 0% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	804,499.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	455,654.82
8. CURRENT PAYMENT DUE	\$	348,844.18
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	285,398.00

CONTRACTOR:

By: Tina Con Date: 4/26/2022

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 26th day of April, 2022
Notary Public: Gina Hillers
My Commission expires: 8/21/2028



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

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AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

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Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 3

APPLICATION DATE: 4/26/22

PERIOD TO: 4/30/22

ARCHITECT'S PROJECT NO: 0

GAGE JOB NO: 21-11505

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$ 38,000.00	38,000.00	-	-	38,000.00	100.00%	-	-
	<u>8" COREFLOOR</u>								
2	Materials including Sales Tax	\$ 94,987.34	-	94,987.34	-	94,987.34	100.00%	-	-
3	Freight	\$ 9,376.00	-	-	-	-		9,376.00	-
	<u>12" COREFLOOR</u>								
4	Materials including Sales Tax	\$ 66,011.62	23,104.07	42,907.55	-	66,011.62	100.00%	-	-
5	Freight	\$ 7,032.00	-	-	-	-		7,032.00	-
	<u>12" HEAVY COREFLOOR</u>								
6	Materials including Sales Tax	\$ 96,550.59	-	96,550.59	-	96,550.59	100.00%	-	-
7	Freight	\$ 11,134.00	-	-	-	-		11,134.00	-
	<u>SMOOTH GREY PANELS</u>								
8	Materials including Sales Tax	\$ 247,145.28	185,358.96	61,786.32	-	247,145.28	100.00%	-	-
9	Freight	\$ 18,166.00	-	-	-	-		18,166.00	-
	<u>BEAMS</u>								
10	Materials including Sales Tax	\$ 191,654.33	191,654.33	-	-	191,654.33	100.00%	-	-
11	Freight	\$ 7,032.00	-	-	-	-		7,032.00	-
	<u>COLUMNS</u>								
12	Materials including Sales Tax	\$ 70,149.84	17,537.46	52,612.38	-	70,149.84	100.00%	-	-
13	Freight	\$ 1,758.00	-	-	-	-		1,758.00	-
14	Hired Erection	\$ 230,900.00	-	-	-	-		230,900.00	-
	GRAND TOTALS	\$1,089,897.00	\$455,654.82	\$348,844.18	\$0.00	\$804,499.00	73.81%	\$285,398.00	\$0.00

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APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO CONTRACTOR:
Prevail Build
100 East Kemp Ave, Suite E
Watertown, SD 57201

PROJECT: The Ruins
Watertown, SD

FROM SUBCONTRACTOR:
Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

CONTRACT FOR: Concrete Products

VIA:

APPLICATION NO: 4

PERIOD TO: 5/31/2022

PROJECT NOS:
JOB NO:
CONTRACT DATE: 9/16/2021

Distribution to:

OWNER
ARCHITECT
CONTRACTOR

Invoice # 1911298
Gage Job # 21-11505

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$ 1,089,897.00
2. Net change by Change Orders	\$ 0.00
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$ 1,089,897.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$ 1,062,791.00
5. RETAINAGE:	
a. 0% of Completed Work (Column D + E on G703)	\$ 0.00
b. 0% of Stored Material (Column F on G703)	\$ 0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$ 0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$ 1,062,791.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$ 804,499.00
8. CURRENT PAYMENT DUE	\$ 258,292.00
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$ 27,106.00

CONTRACTOR:

By: Tina Can Date: 5/26/2022

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 26th day of May, 2022
Notary Public: Gina Hillers
My Commission expires: 2/21/2028

GINA HILLERS
NOTARY PUBLIC
SOUTH DAKOTA

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

AIA DOCUMENT G702 · APPLICATION AND CERTIFICATION FOR PAYMENT · 1992 EDITION · AIA · ©1992

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 4

APPLICATION DATE: 5/26/22

PERIOD TO: 5/31/22

ARCHITECT'S PROJECT NO: 0

GAGE JOB NO: 21-11505

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$ 38,000.00	38,000.00	-	-	38,000.00	100.00%	-	-
	<u>8" COREFLOOR</u>								
2	Materials including Sales Tax	\$ 94,987.34	94,987.34	-	-	94,987.34	100.00%	-	-
3	Freight	\$ 9,376.00	-	9,376.00	-	9,376.00	100.00%	-	-
	<u>12" COREFLOOR</u>								
4	Materials including Sales Tax	\$ 66,011.62	66,011.62	-	-	66,011.62	100.00%	-	-
5	Freight	\$ 7,032.00	-	7,032.00	-	7,032.00	100.00%	-	-
	<u>12" HEAVY COREFLOOR</u>								
6	Materials including Sales Tax	\$ 96,550.59	96,550.59	-	-	96,550.59	100.00%	-	-
7	Freight	\$ 11,134.00	-	11,134.00	-	11,134.00	100.00%	-	-
	<u>SMOOTH GREY PANELS</u>								
8	Materials including Sales Tax	\$ 247,145.28	247,145.28	-	-	247,145.28	100.00%	-	-
9	Freight	\$ 18,166.00	-	18,166.00	-	18,166.00	100.00%	-	-
	<u>BEAMS</u>								
10	Materials including Sales Tax	\$ 191,654.33	191,654.33	-	-	191,654.33	100.00%	-	-
11	Freight	\$ 7,032.00	-	7,032.00	-	7,032.00	100.00%	-	-
	<u>COLUMNS</u>								
12	Materials including Sales Tax	\$ 70,149.84	70,149.84	-	-	70,149.84	100.00%	-	-
13	Freight	\$ 1,758.00	-	1,758.00	-	1,758.00	100.00%	-	-
14	Hired Erection	\$ 230,900.00	-	230,900.00	-	230,900.00	100.00%	-	-
15	Revised Scope (5/19/22)	\$ (27,106.00)	-	(27,106.00)	-	(27,106.00)	100.00%	-	-
	GRAND TOTALS	\$1,062,791.00	\$804,499.00	\$258,292.00	\$0.00	\$1,062,791.00	100.00%	\$0.00	\$0.00

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APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO CONTRACTOR:
 Prevail Build
 100 East Kemp Ave, Suite E
 Watertown, SD 57201

PROJECT: The Ruins
 Watertown, SD

FROM SUBCONTRACTOR:
 Gage Bros. Concrete Prod. Inc.
 2810 North Bahnson Avenue
 Sioux Falls, SD 57104

CONTRACT FOR: Concrete Products

APPLICATION NO: 4

Revised

Distribution to:

<input type="checkbox"/>	OWNER
<input type="checkbox"/>	ARCHITECT
<input type="checkbox"/>	CONTRACTOR
<input type="checkbox"/>	
<input type="checkbox"/>	

PERIOD TO: 5/31/2022

PROJECT NOS:
 JOB NO:
 CONTRACT DATE: 9/16/2021

Invoice # 1911298
 Gage Job # 21-11505

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
 Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM	\$	1,089,897.00
2. Net change by Change Orders	\$	(18,063.50)
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$	1,071,833.50
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	1,071,833.50
5. RETAINAGE:		
a. 0% of Completed Work (Column D + E on G703)	\$	0.00
b. 0% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	1,071,833.50
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	804,499.00
8. CURRENT PAYMENT DUE	\$	267,334.50
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	0.00

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		\$18,063.50
TOTALS	\$0.00	\$18,063.50
NET CHANGES by Change Order	(\$18,063.50)	

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

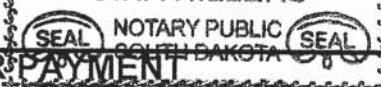
CONTRACTOR:

By: *Douglas Hillers*

Date: 09/09/2022

State of: South Dakota County of: Minnehaha
 Subscribed and sworn to before me this 26th day of May 2022
 Notary Public: *Gina Hillers*
 My Commission expires: 2/21/2028

GINA HILLERS



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
 ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

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PERIOD TO: 5/31/22
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GAGE JOB NO: 21-11505

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13	Freight	\$ 1,758.00	-	1,758.00	-	1,758.00	100.00%	-	-
14	Hired Erection	\$ 230,900.00	-	230,900.00	-	230,900.00	100.00%	-	-
15	Revised Scope (5/19/22)	\$ (27,106.00)	-	(27,106.00)	-	(27,106.00)	100.00%	-	-
16	Misc Welding by Wyan	\$5,101.25		\$5,101.25		\$5,101.25	100.00%		
17	W/O #2 (AB Columns)	\$1,218.25		\$1,218.25		\$1,218.25	100.00%		
18	Precast at SE Stair Tower	\$4,500.00		\$4,500.00		\$4,500.00	100.00%		
19	Additional Topping	(\$1,777.00)		(\$1,777.00)		(\$1,777.00)	100.00%		
	GRAND TOTALS	\$1,071,833.50	\$804,499.00	\$267,334.50	\$0.00	\$1,071,833.50	100.00%	\$0.00	\$0.00

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Deposits with Cash Receipts

<u>Cash Receipt ID</u>	<u>Cash Receipt Type</u>	<u>Invoice</u>	<u>Contract</u>	<u>Description</u>	<u>Amount</u>
GW - Oppen 39648	03-14-2022 031422DEP Checking 604250 PREVAIL, LLC Invoice cash receipt	1911192	2111505		
				Cash Receipt 39648 Total:	74,702.89- 74,702.89-*
				Deposit 031422DEP on 3-14-2022 Total:	74,702.89-*
110	04-11-2022 041122DEP Checking 604250 PREVAIL, LLC Invoice cash receipt	1911219	2111505		
				Cash Receipt 110 Total:	380,951.93- 380,951.93-*
				Deposit 041122DEP on 4-11-2022 Total:	380,951.93-*
131	05-12-2022 051222DEP Checking 604250 PREVAIL, LLC Invoice cash receipt	1911255	2111505		
				Cash Receipt 131 Total:	348,844.18- 348,844.18-*
				Deposit 051222DEP on 5-12-2022 Total:	348,844.18-*
11143	11-21-2022 112122CONCChecking 604250 PREVAIL, LLC Invoice cash receipt	1911298	2111505		
				Cash Receipt 11143 Total:	258,292.00- 258,292.00-*
				Deposit 112122CONC on 11-21-2022 Total:	258,292.00-*
12593	06-06-2024 060624CON Checking 604250 PREVAIL, LLC Invoice cash receipt	1911449	2111505		
				Cash Receipt 12593 Total:	9,042.50- 9,042.50-*
				Deposit 060624CON on 6-06-2024 Total:	9,042.50-*
				GW - Oppen Total:	1,071,833.50-*
				Report Total:	1,071,833.50-*

Activity Type	Activity Status	Invoice	Activity Date	Amount	Retainage Held	Retainage Billed	Finance Charge Amount
Invoice	Posted	1911192	02-23-2022	74,702.89			
Cash receipt	Posted	1911192	03-14-2022	74,702.89-			
Invoice	Posted	1911219	03-24-2022	380,951.93			
Cash receipt	Posted	1911219	04-11-2022	380,951.93-			
Invoice	Posted	1911255	04-26-2022	348,844.18			
Cash receipt	Posted	1911255	05-12-2022	348,844.18-			
Invoice	Posted	1911298	05-26-2022	258,292.00			
Cash receipt	Posted	1911298	11-21-2022	258,292.00-			
Invoice	Posted	1911449	09-23-2022	9,042.50			
Cash receipt	Posted	1911449	06-06-2024	9,042.50-			
Report Totals:				.00*	.00*	.00*	.00*

348,844.18

348,844.18

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

The Ruins, LLC
1405 1st Ave N

Red River State Bank
300 2nd Ave W
Halstad, MN 56548

131

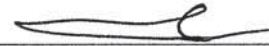
**** THREE HUNDRED FORTY EIGHT THOUSAND EIGHT HUNDRED FORTY FOUR AND 18/100 DOLLARS

TO THE
ORDER OF

04/30/22

\$348,844.18*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104



||

||

cust # 604250
inv # 1911255
job # 21-11505

Craig Development, LLC
PO Box 426
Fargo, ND 58107

Case 25-30002

Doc 204

Filed 10/15/25
Document

Entered 10/15/25 10:45:29
Page 17 of 69
4521 19th Avenue South
Fargo, ND 58103

Desc Main

11143

77-7869/2913

**** TWO HUNDRED FIFTY EIGHT THOUSAND TWO HUNDRED NINETY TWO AND 00/100 DOLLARS

TO THE
ORDER OF

11/01/22

\$258,292.00*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

NON-NEGOTIABLE

Authorized Signature

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Development, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

11143

77-7869/2913

**** TWO HUNDRED FIFTY EIGHT THOUSAND TWO HUNDRED NINETY TWO AND 00/100 DOLLARS

TO THE
ORDER OF

11/01/22

\$258,292.00*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:11/01/22 CK#:11143 TOTAL:\$258,292.00* BANK:Craig Development, LLC(1125)
PAYEE:GAGE BROS. CONCRETE PROD INC

Property

Invoice - Date

Description

Amount

1405

11/01/2022

258,292.00

258,292.00

PreVail LLC
Inv # 1911298

Deposit Detail Report
Online Business Deposit

Report Created on 3/14/2022 11:58:49 AM by Karen

Presenter: Gage Bros. Concrete Products, Inc Date Range: 3/14/2022 - 3/14/2022

Location(s): Gage Bros. Concrete Products, Inc Account(s): 13430946

Research ID	Aux On Us	Transit Routing	Account Number	Process Control	Amount
-------------	-----------	-----------------	----------------	-----------------	--------

Location: Gage Bros. Concrete Products, Inc ~ Acct: Gage Bros Concrete (13430946)

User: Karen ~ Item Count: 3 ~ Deposit Amount: \$1,774,372.71

Processed: 3/14/2022 ~ Acknowledged: 3/14/2022 11:58 AM ~ Posted: 3/14/2022

3-1		091408734		11	\$1,774,372.71
3-2	031429	091400554			(\$1,699,669.82)
3-3		291378693			(\$74,702.89)

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

77-7869/2913

39648

**** SEVENTY FOUR THOUSAND SEVEN HUNDRED TWO AND 89/100 DOLLARS

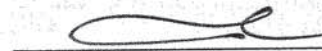
TO THE
ORDER OF

03/08/22

\$74,702.89**

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account



Authorized Signature

DATE:03/08/22 CK#:39648 TOTAL:\$74,702.89** BANK:Craig Properties, LLC(1120)

PAYEE:GAGE BROS. CONCRETE PROD INC

Property Address

Invoice - Date

Description

Amount

Craig Properties

03/08/2022

74,702.89

74,702.89

Cust # 404250
inv # 1911192
job # 21-11505

The Ruins, LLC

1405 1st Ave N

Red River State Bank
300 2nd Ave W
Halstad, MN 56548

110

**** THREE HUNDRED EIGHTY THOUSAND NINE HUNDRED FIFTY ONE AND 93/100 DOLLARS

TO THE
ORDER OF

04/02/22

\$380,951.93*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104



|| [REDACTED] 3782||

DATE:04/02/22 CK#:110 TOTAL:\$380,951.93* BANK:The Ruins, LLC(ruins)
PAYEE:GAGE BROS. CONCRETE PROD INC

Property	Invoice - Date	Description	Amount
p0000001	04/02/2022		380,951.93
			<hr/> 380,951.93

cust # 604250
inv # 1911219
job # 21-11505



SCOPE OF WORK

PROPOSAL SUBMITTED TO

Prevail Build
100 East Kemp Ave, Suite E
Watertown, SD 57201
Attn: Jesse Kiihl
jesse.kiihl@prevailbuild.com



Date: 9/16/2021

Project: The Ruins

Location: Watertown, SD, USA

Bid Date: 9/16/2021

Specification section(s): NA



Gage Bros. Concrete Products, Inc. is pleased to provide you this Proposal as follows for the precast concrete materials for The Ruins per drawings dated 9/7/2021 with the following scope of work, standard exclusions, general clarifications, and standard conditions. Pricing is only applicable for 10 days unless noted otherwise. Schedule subject to change. Final schedule to be confirmed at time of order.

A. SCOPE OF WORK:

Base Bid:

1. 8" x 48" Corefloor ~ approximately 166 pieces or 11,621 SF
2. 12" x 48" Regular Corefloor ~ approximately 75 pieces or 6,436 SF
3. 12" x 48" Heavy Corefloor ~ approximately 92 pieces or 8,932 SF
4. Solid Wetcast Slabs 12" thick ~ approximately 7 pieces or 921 SF
5. Precast Beams ~ approximately 36 pieces or 808 LF
6. Precast Columns ~ approximately 30 pieces or 365 LF
7. 8" Precast Panels at elevator and stairway shafts (grey as cast finish) ~ approximately 30 pieces 7,481 SF
8. Precast to precast connection hardware. Primed connections included. Additional cost to be added for galvanized or stainless-steel hardware.
9. Precast erection. One mobilization included

The above Base Bid materials furnished and installed for a lump sum of **\$1,089,897.00** which includes all applicable sales tax (6.5%).

Accepted By: 	Gage Bros. Concrete Products, Inc.
Title: 	Alex Vogel
Date: <u>9/16/21</u>	Alex Vogel Bid Coordinator

2810 N. Bahnson Ave. | Sioux Falls, S.D. 57104 | Main Office 605.336.1180
gagebrothers.com

RRSB-Gage Bros. Concrete Products Inc. SD Subpoena 0028

The Ruins
Watertown, SD

Gage Brothers | Page 2 of 4
9/16/2021

B. STANDARD EXCLUSIONS:

1. On-site testing.
2. Overtime.
3. Liquidated and/or Consequential Damages.
4. Excise Tax.
5. **Loose steel plates, channels, angles, etc. for support of other construction or finishes.**
6. **Galvanized or stainless-steel hardware.**
7. Multiple Mobilizations (added cost if more than one mobilization is required)
8. Any bond cost.
9. Verification of on-site dimensions and/or conditions.
10. **Cleaning, wash down, waterproofing, caulking, and sealing;** including necessary materials.
11. Embedded items for subsequent construction.
12. Removal and/or patching of erection loops and/or inserts provided for installation.
13. Patching of fireproofing.
14. Grouting and/or patching of recessed connection areas.
15. Embeds for window attachment. Gage Brothers has labor included to cast them in.
16. Window washing inserts. Gage Brothers has labor included to cast them in.
17. Lateral bracing materials for steel support structure.
18. De-watering or the removal of snow, ice, mud, sand, etc. as required for the performance of our work or preparation of bearing surfaces to receive our work
19. Guard posts, handrails, stairs, or ladders.
20. Barricading/Handrail at openings or leading edges
21. Protection of precast units from soiling and/or other damages after erection.
22. FAA permitting
23. Any expenses related to temporary environmental enclosures.
24. Any cast stone, precast sitework, signage or any other material not specified above.

C. GENERAL CLARIFICATIONS:

1. **Due to the large number of pending commitments, supply chain interruptions, delays and additional expenses that may result from COVID-19 restrictions, Gage Brothers cannot guarantee any delivery dates until the actual order is received.**
2. Fabrication and erection tolerances to be as per PCI standards.
3. Reinforcing and hardware is figured plain, no epoxy or galvanized coatings are included.
4. Lifting loops, picking inserts and any other connection hardware is intended for the sole purpose of lifting, handling and connecting precast. Any other use by any trade is prohibited without the express written consent of Gage Brothers Engineering Department.
5. Add **\$200.00/each** to cast in electrical boxes/conduits. Boxes and conduit with locations are to be furnished by Electrical Contractor at no cost to Gage Brothers.
6. Proposal is subject to review of contract language and conditions prior to execution.
7. All precast jobs have some touch-up and repair work. Gage Brothers reserves the right to patch/repair the stone/precast upon the completion of the installation. Once this remedial work is completed, identify any additional repairs on your final punchlist.
8. When Gage preforms touch up and repair work required due to damage caused by other parties, we reserve the right to charge \$115.00 per hour for work completed in the Sioux Falls regional area and \$135.00 per hour for areas outside of the Sioux Falls region.
9. Gage Brothers will require an adequate roadway around the building for trucks to proceed under their own power.
10. Street permits and barricades, if required, are to be handled by the General Contractor.
11. Installation of materials embedded in site-placed concrete is not included.
12. The General Contractor is to supply ample room to drop 3 trailers at jobsite for each setting crew.

The Ruins
Watertown, SD

Gage Brothers | Page 3 of 4
9/16/2021

13. Gage Brothers will not be held responsible for precast damages or repairs required from adjacent brick wash. The acid in the brick wash may damage finish and change the precast color.
14. Proposal is based on erecting panels prior to stud walls, infill framing or insulation being erected (i.e. access for panel connection from inside of building.)
15. Gage Brothers does not assume responsibility for additional freight charges that may be incurred from Spring Road Restrictions. Material will not be delivered while restrictions are in place. If delaying delivery is unavoidable, additional freight and permit charges will be passed on to the General Contractor.
16. General Contractor is to provide a perimeter offset line around each floor for horizontal control of precast erection. Line intersections at corners are to be scribed.
17. General Contractor is to provide a scribed elevation on each floor for vertical control of precast erection.
18. Unless otherwise noted, the erection proposal from Gage Brothers includes no reinforcing, bracing, or stiffening parent structure.
19. Personnel hoist/elevator available to move personnel from floor to floor at no additional charge.
20. All work to be performed on a steady, uninterrupted basis during straight time hours.
21. Crane access: Contractor to supply all necessary access to the structure as is necessary for erection of precast units so that trucks and cranes can operate under their own power. Crane to have a minimum of 50' level working surface adjacent to the work being performed. Seller assumes the working surface is adequate to support the bearing pressure of the cranes and that no improvements or matting is required to operate cranes. The contractor is responsible to maintain all erection roads. Access for scissor lifts is required at all levels of the structure.
22. Erector assumes no responsibility for site preparation and/or damage. In the event the crane must travel or set up within the site or off the jobsite, on concrete, asphalt, or sod to successfully be erected, de-erected or perform a lift, the liability of the surface and sub-surface condition including any buried electric lines, power lines, water lines, sewage lines, storm water lines, tunnels and vaults shall become the sole responsibility of the customer.
23. Gage Brothers have no site improvements, crane pads, or crane matting included in this proposal.
24. Any overhead obstructions, trees, lampposts or power lines that interfere with crane are to be removed by General Contractor.

D. STANDARD CONDITIONS:

- Sales Tax, Use Tax, and Excise Tax must be added where applicable.
- This Proposal is based on materials named and subject to the conditions noted on this proposal; and acceptance of your order is expressly made conditional on your assent to the terms and conditions stated herein, and Gage Brothers agree to furnish the materials described herein only upon these terms and conditions unless accepted by Gage Brothers in writing.
- This proposal when signed by the buyer becomes a contract subject to the approval of the credit department of the seller.
- The seller will not be liable for delay beyond the control of Gage Brothers which shall include weather, strikes, accidents, fires, labor disputes, and all other causes.
- Mobilization billing will appear 30 days from contract date or with first invoice.
- **Payment Terms:** Gage Brothers will invoice at the end of the month for materials fabricated and freight for materials shipped in that month. Invoices will be a volume rate (per cubic yard) payable net 30 days.
- **Worker's Compensation Insurance:** Gage Brothers has a Workmen's Compensation Insurance Carrier with an A.M. Best rating of A-. This covers shop labor in the Sioux Falls, SD plant only.
- **Indemnity Clause:** Indemnification shall apply to the extent of property damages or bodily injury resulting from negligent acts and omissions of the subcontractor, its agents, or subcontractors.
- **Warranty:** Any printed warranty delivered to the purchaser is the only warranty applicable to the merchandise sold herewith and is expressly in lieu of all other warranties, expressed or implied,

The Ruins
Watertown, SD

Gage Brothers | Page 4 of 4
9/16/2021

including any implied warranty of merchantability or for a particular purpose, except any written plans or specifications endorsed on this sale agreement for reference. In the event of a failure during the warranty period the seller's liability and responsibility shall be limited solely to replacement of defective material and the seller shall not be liable for the costs of replacement or any consequential damage resulting from the failure of the seller's material.

- Typographical errors are subject to correction.

E. Delivery Policy:

- Gage Brothers requires that orders be placed a minimum of two business days prior to delivery. For example, orders for a Wednesday delivery must be placed no later than noon on the proceeding Monday.

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this 14th day of March, 2022

AMOUNT: \$74,702.89
[Enter Memo Info]

[Enter Creditor Name] Gage Bros. Concrete Products, Inc

FULL _____

PARTIAL X

David Honner
By: David Honner
Its: Vice-President
Address: 2810 N. Bahnsen Avenue
Sioux Falls, SD 57104
Phone Number: (605) 336-1180

PLEASE SIGN AND RETURN TO:

Craig Development, LLC
1405 1 Ave N
Fargo, ND 58102

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this 11th day of April, 2022

AMOUNT: \$[Enter Amount]
[Enter Memo Info]

Gage Bros. Concrete Products, Inc
[Enter Creditor Name]

FULL _____

PARTIAL X

David Honner

By: David Honner
Its: Vice-President

Address: 2810 N. Rahnsen Avenue
Sioux Falls, SD 57104

Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

Craig Development, LLC
1405 1 Ave N
Fargo, ND 58102

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this 12th day of May, 2022.

AMOUNT: \$[Enter Amount]
[Enter Memo Info]

[Enter Creditor Name]

FULL _____
PARTIAL X

David Hanner
By: David Hanner
Its: Vice-President
Address: 2810 N. Bahnson Ave
Sioux Falls, SD 57104
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

Craig Development, LLC
1405 1 Ave N
Fargo, ND 58102

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this 2nd day of December 2022.

AMOUNT: \$[Enter Amount] \$ 258,292.00 [Enter Creditor Name]
[Enter Memo Info]

FULL

PARTIAL

X

Gage Brothers Concrete Products Inc
By: Michelle Cook
Its: SK Accountant
Address: 2810 N Bahrman Ave
SFSD 57104
Phone Number: 605-333-4322

PLEASE SIGN AND RETURN TO:

Craig Development, LLC
1405 1 Ave N
Fargo, ND 58102

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO Dacotah Bank and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp to the City of Watertown, Codington County, South Dakota

Dated this 6th day of June, 2024

AMOUNT: \$9042.50
[Enter Memo Info]

FULL

PARTIAL

[Enter Creditor Name]

Gage Bros. Concrete Products, Inc.

Christina Lien

By: Christina Lien

Its: VP of Finance

Address: 2810 N. Behnsen Avenue

Sioux Falls, SD 57104

Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

Craig Development
PO Box 426
Fargo, ND 58107

Exhibit B

Gage Bros. Concrete Products, Inc.

**Generations Project
Payment Applications
Payment Records
Lien Waivers**

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF

PAGES

11349

TO PRIME CONTRACTOR:
Prevail, LLC
100 East Kemp Avenue, Suite E
Watertown, SD 57201

PROJECT: Generations on 1st
Watertown, SD

APPLICATION NO: 1

Distribution to:
☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

FROM CONTRACTOR:
Gage Bros. Concrete Prod. Inc.
2810 N Bahnson Ave
Sioux Falls, SD 57104

VIA:

PERIOD TO: 02/28/2021

PROJECT NOS:
JOB NO: 20-11349
CONTRACT DATE:

CONTRACT FOR: Concrete Products

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

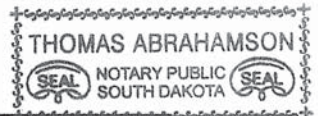
1. ORIGINAL CONTRACT SUM	\$ 1,145,500.00
2. Net change by Change Orders	\$ 0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$ 1,145,500.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$ 584,000.00
5. RETAINAGE:	
a. 10 % of Completed Work (Column D + E on G703)	\$ 58,400.00
b. % of Stored Material (Column F on G703)	\$
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$ 58,400.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$ 525,600.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$ 0.00
8. CURRENT PAYMENT DUE	\$ 525,600.00
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$ 619,900.00

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR:

By: Daniel H. Rine Date: 02-25-2021

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 25th day of February, 2021
Notary Public: [Signature]
My Commission expires: 1/22/2026



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month	\$0.00	
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

APPLICATION NO: 1

Contractor's signed certification is attached.

APPLICATION DATE: 2/24/21

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 2/28/21

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO:

JOB NO: 20-11349

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Mobilization/Drafting/Engineering <u>8" Corefloor</u>	\$39,000.00		\$39,000.00		\$39,000.00	100.00%		\$3,900.00
2	Materials including SD Sales Tax	\$148,747.00			\$135,000.00	\$135,000.00	90.76%	\$13,747.00	\$13,500.00
3	Freight <u>12" Corefloor</u>	\$7,995.00				0	0.00%	\$7,995.00	\$0.00
4	Materials including SD Sales Tax	\$105,353.00			\$100,000.00	\$100,000.00	94.92%	\$5,353.00	\$10,000.00
5	Freight <u>12" Heavy Corefloor</u>	\$15,457.00				0	0.00%	\$15,457.00	\$0.00
4	Materials including SD Sales Tax	\$33,892.00			\$25,000.00	\$25,000.00	73.76%	\$8,892.00	\$2,500.00
5	Freight <u>Solid Gray Panels</u>	\$3,731.00				0	0.00%	\$3,731.00	\$0.00
6	Materials including SD Sales Tax	\$273,285.00			\$197,000.00	197,000.00000	72.09%	\$76,285.00	\$19,700.00
7	Freight <u>Beams</u>	\$25,186.00				0	0.00%	\$25,186.00	\$0.00
8	Materials including SD Sales Tax	\$179,092.00			\$88,000.00	88,000.00000	49.14%	\$91,092.00	\$8,800.00
9	Freight <u>Columns</u>	\$11,193.00				0	0.00%	\$11,193.00	\$0.00
10	Materials including SD Sales Tax	\$62,569.00				0	0.00%	\$62,569.00	\$0.00
11	Freight	\$0.00				0			\$0.00
12	Erection	\$240,000.00				0	0.00%	\$240,000.00	\$0.00
						\$0.00	\$0.00	\$0.00	
	GRAND TOTALS	\$1,145,500.00	\$0.00	\$39,000.00	\$545,000.00	\$584,000.00		\$561,500.00	\$58,400.00

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

JOB SUMMARY FORM

Job # 11349 Costing Form Rev 2/22/21 PreCon Eric
 Job Name Generations on 1st Miles 95 Estimator Eric
 Job Location Watertown Hardware Finish One Shop Coat

Gage
Brothers

Job Content:

Point	# Pcs	ft ²	LF	yd ³	Estimated Drafting hours	Production Days	Truck Loads
.10	0	0	0	0	0	0.0	0
.20	165	10,875	2,787	156	0	2.8	15
.25	146	14,867	3,776	275	0	3.8	29
.26	28	3,216	817	73	0	0.0	7
.30	0	0	0	0	0	0.0	0
.35	0	0	0	0	0	0.0	0
.40	55	12,747	1,378	316	21	8.0	42
.45	0	0	0	0	0	0.0	0
.50	0	0	0	0	0	0.0	0
.60	0	0	0	0	0	0.0	0
.70/.72	46		1,078	206	0	5.0	21
.75	0		0	0	0	0.0	0
.80	50		608	45	0	12.5	0
.90	0	0	0	0	0	0.0	0
Total	490	41,704	10,444	1,071	21	114	

Contractor
 Company: Prevail
 Address: 100 East Kemp Ave, Suite E
 City, State, Zip: Watertown, SD 57201
 Contact: Jesse Kilhi / Jesse Craig
 phone: _____
 fax: _____
 mobile: 605-237-4954 / 701-232-1355
 e-mail: _____

Total Freight Rate \$5.87 /Loaded Mile
 Gallons of Fuel 4,332
 Cost of Fuel \$10,830
 Fuel Surcharge \$4,332
 Tons/Grey Cement 369.1
 Freight Cost/Load \$558

Architect
 Company: TL Stroh

Warranty
 Type: 1 year

Polishing
☐ Check
3000

	.10	.20	.25	.26	.30	.35	.40	.45	.50	.60	.66	.70/.72	.75	.80	.90	Total
Material	\$0	\$20,126	\$36,813	\$10,942	\$0	\$0	\$64,855	\$0	\$0	\$0	\$0	\$45,651	\$0	\$16,577	\$0	\$194,965
Labor	\$0	\$83,622	\$15,167	\$3,648	\$0	\$0	\$65,067	\$0	\$0	\$0	\$3,167	\$45,282	\$0	\$13,668	\$0	\$229,621
Production Cost	\$0	\$103,749	\$51,980	\$14,591	\$0	\$0	\$129,922	\$0	\$0	\$0	\$3,167	\$90,932	\$0	\$30,245	\$0	\$424,586
Add On	\$0	\$32,058	\$51,980	\$14,590	\$0	\$0	\$136,419	\$0	\$0	\$0	\$0	\$90,933	\$0	\$30,246	\$0	\$356,226
Inventory Value	\$0	\$135,807	\$103,960	\$29,181	\$0	\$0	\$266,341	\$0	\$0	\$0	\$3,167	\$181,865	\$0	\$60,491	\$0	\$780,812
On-Site	\$0	\$0	\$0	\$0	\$0	\$0	\$5,099	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$5,099
Erection	\$0	\$240,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$240,000
Caulking	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Wash/Seal	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Bonds	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Freight	\$0	\$7,995	\$15,457	\$3,731	\$0	\$0	\$25,186	\$0	\$0	\$0	\$0	\$11,193	\$0	\$0	\$0	\$63,562
Other/Special	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Altus Royalty	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Liner	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Brick/Stone	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Contingency	\$0	\$6,000	\$4,000	\$4,000	\$0	\$0	\$8,462	\$0	\$0	\$0	\$0	\$4,000	\$0	\$4,000	\$0	\$30,462
Pass Thru	\$0	\$12,632	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$12,632
Total Misc	\$0	\$266,627	\$19,457	\$7,731	\$0	\$0	\$38,747	\$0	\$0	\$0	\$0	\$15,193	\$0	\$4,000	\$0	\$351,754
Tax	\$0	\$1,308	\$2,393	\$711	\$0	\$0	\$4,216	\$0	\$0	\$0	\$0	\$3,227	\$0	\$1,078	\$0	\$12,933
Job Cost	\$0	\$403,742	\$125,810	\$37,623	\$0	\$0	\$309,303	\$0	\$0	\$3,167	\$200,285	\$0	\$65,569	\$0	\$0	\$1,145,500
AO/Inv	0.0%	23.6%	50.0%	50.0%	0.0%	0.0%	51.2%	0.0%	0.0%	0.0%	0.0%	50.0%	0.0%	50.0%	0.0%	45.6%

Total AO/Inventory 47.2%

X:\Jobs\11000's\11300 to 11399\11349 - Generations on 1st\Sales\Project Scope\Job # 11349 Generations on 1st, Watertown, SD 12-16-20.xls

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF

PAGES

TO OWNER:

Prevail, LLC
100 East Kemp Avenue, Suite E
Watertown, SD 57201

PROJECT: Generations on 1st
Watertown, SD

APPLICATION NO: 2

Distribution to:

☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

FROM CONTRACTOR:

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA:

PERIOD TO: 3/31/2021

PROJECT NOS:
JOB NO: 20-11349
CONTRACT DATE: 8/31/2020

CONTRACT FOR: Concrete Products

Invoice #191668

CONTRACTOR'S APPLICATION FOR PAYMENT

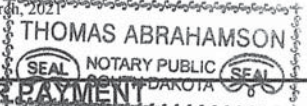
Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	1,145,500.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,145,500.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	841,938.00
5. RETAINAGE:		
a. 10% of Completed Work (Column D + E on G703)	\$	84,193.80
b. 10% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	84,193.80
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	757,744.20
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	525,600.00
8. CURRENT PAYMENT DUE	\$	232,144.20
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	387,755.80

CONTRACTOR:

By: Thomas Abrahamson Date: 3/24/2021
State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 24th day of March, 2021
Notary Public: Thomas Abrahamson
My Commission expires: 1/22/2026



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

AIA DOCUMENT G702 · APPLICATION AND CERTIFICATION FOR PAYMENT · 1992 EDITION · AIA · ©1992

THE AMERICAN INSTITUTE OF ARCHITECTS, 1735 NEW YORK AVE., N.W., WASHINGTON, DC 20006-5292

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: 2
APPLICATION DATE: 3/24/21

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 3/31/21

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11349

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 10.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$39,000.00	\$39,000.00			\$39,000.00	100.00%		\$3,900.00
	<u>8" Corefloor</u>								
2	Materials including Sales Tax	\$148,747.00	\$135,000.00	\$13,747.00		\$148,747.00	100.00%		\$14,874.70
3	Freight	\$7,995.00						\$7,995.00	
	<u>12" Corefloor</u>								
4	Materials including Sales Tax	\$105,353.00	\$100,000.00	\$5,353.00		\$105,353.00	100.00%		\$10,535.30
5	Freight	\$15,457.00						\$15,457.00	
	<u>12" Heavy Corefloor</u>								
6	Materials including SD Sales Tax	\$33,892.00	\$25,000.00	\$8,892.00		\$33,892.00	100.00%		\$3,389.20
7	Freight	\$3,731.00						\$3,731.00	
	<u>Solid Gray Panels</u>								
8	Materials including SD Sales Tax	\$273,285.00	\$197,000.00	\$76,285.00		\$273,285.00	100.00%		\$27,328.50
9	Freight	\$25,186.00						\$25,186.00	
	<u>Beams</u>								
10	Materials including SD Sales Tax	\$179,092.00	\$88,000.00	\$91,092.00		\$179,092.00	100.00%		\$17,909.20
11	Freight	\$11,193.00						\$11,193.00	
	<u>Columns</u>								
12	Materials including SD Sales Tax	\$62,569.00		\$62,569.00		\$62,569.00	100.00%		\$6,256.90
13	Freight							\$0.00	
14	Erection	\$240,000.00						\$240,000.00	
	GRAND TOTALS	\$1,145,500.00	\$584,000.00	\$257,938.00	\$0.00	\$841,938.00	73.50%	\$303,562.00	\$84,193.80

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G703-1992

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO OWNER: PROJECT: Generations on 1st
Prevail, LLC Watertown, SD
100 East Kemp Avenue, Suite E
Watertown, SD 57201
FROM CONTRACTOR: VIA:
Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104
CONTRACT FOR: Concrete Products

APPLICATION NO: 3
PERIOD TO: 4/30/2021
PROJECT NOS:
JOB NO: 20-11349
CONTRACT DATE: 8/31/2020

Distribution to:
☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

Invoice #191689

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

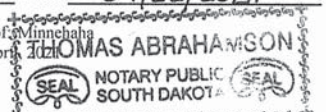
1. ORIGINAL CONTRACT SUM	\$	1,145,500.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,145,500.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	889,609.50
5. RETAINAGE:		
a. 10% of Completed Work (Column D + E on G703)	\$	88,960.95
b. 10% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	88,960.95
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	800,648.55
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	757,744.20
8. CURRENT PAYMENT DUE	\$	42,904.35
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	344,851.45

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR:

By: [Signature] Date: 04/22/2021
State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 22nd day of April, 2021
Notary Public: [Signature]
My Commission expires: 1/22/2026



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

APPLICATION NO: 3

Contractor's signed certification is attached.

APPLICATION DATE: 4/22/21

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 4/30/21

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11349

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 10.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$39,000.00	\$39,000.00			\$39,000.00	100.00%		\$3,900.00
	<u>8" Corefloor</u>								
2	Materials including Sales Tax	\$148,747.00	\$148,747.00			\$148,747.00	100.00%		\$14,874.70
3	Freight	\$7,995.00		\$5,996.25		\$5,996.25	75.00%	\$1,998.75	\$599.63
	<u>12" Corefloor</u>								
4	Materials including Sales Tax	\$105,353.00	\$105,353.00			\$105,353.00	100.00%		\$10,535.30
5	Freight	\$15,457.00		\$11,592.75		\$11,592.75	75.00%	\$3,864.25	\$1,159.28
	<u>12" Heavy Corefloor</u>								
6	Materials including SD Sales Tax	\$33,892.00	\$33,892.00			\$33,892.00	100.00%		\$3,389.20
7	Freight	\$3,731.00		\$2,798.25		\$2,798.25	75.00%	\$932.75	\$279.83
	<u>Solid Gray Panels</u>								
8	Materials including SD Sales Tax	\$273,285.00	\$273,285.00			\$273,285.00	100.00%		\$27,328.50
9	Freight	\$25,186.00		\$18,889.50		\$18,889.50	75.00%	\$6,296.50	\$1,888.95
	<u>Beams</u>								
10	Materials including SD Sales Tax	\$179,092.00	\$179,092.00			\$179,092.00	100.00%		\$17,909.20
11	Freight	\$11,193.00		\$8,394.75		\$8,394.75	75.00%	\$2,798.25	\$839.48
	<u>Columns</u>								
12	Materials including SD Sales Tax	\$62,569.00	\$62,569.00			\$62,569.00	100.00%		\$6,256.90
13	Freight								
14	Erection	\$240,000.00						\$240,000.00	
GRAND TOTALS		\$1,145,500.00	\$841,938.00	\$47,671.50	\$0.00	\$889,609.50	77.66%	\$255,890.50	\$88,960.95

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G703-1992

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO OWNER:

Prevail, LLC
100 East Kemp Avenue, Suite E
Watertown, SD 57201

PROJECT: Generations on 1st
Watertown, SD

APPLICATION NO: 4

Distribution to:

☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

FROM CONTRACTOR:

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA:

PERIOD TO: 5/31/2021

PROJECT NOS:
JOB NO: 20-11349
CONTRACT DATE: 8/31/2020

CONTRACT FOR: Concrete Products

Invoice #191725

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	1,145,500.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,145,500.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	1,145,500.00
5. RETAINAGE:		
a. 10% of Completed Work (Column D + E on G703)	\$	114,550.00
b. 10% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	114,550.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	1,030,950.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	800,648.55
8. CURRENT PAYMENT DUE	\$	230,301.45
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	114,550.00

CONTRACTOR:

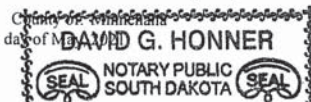
By: [Signature] Date: 05/20/2021

State of: South Dakota

Subscribed and sworn to before me this 20th day of May 2021

Notary Public: [Signature]

My Commission expires: 10-31-2023



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: 4

APPLICATION DATE: 5/20/21

PERIOD TO: 5/31/21

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11349

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 10.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$39,000.00	\$39,000.00			\$39,000.00	100.00%		\$3,900.00
	<u>8" Corefloor</u>								
2	Materials including Sales Tax	\$148,747.00	\$148,747.00			\$148,747.00	100.00%		\$14,874.70
3	Freight	\$7,995.00	\$5,996.25	\$1,998.75		\$7,995.00	100.00%	\$0.00	\$799.50
	<u>12" Corefloor</u>								
4	Materials including Sales Tax	\$105,353.00	\$105,353.00			\$105,353.00	100.00%		\$10,535.30
5	Freight	\$15,457.00	\$11,592.75	\$3,864.25		\$15,457.00	100.00%	\$0.00	\$1,545.70
	<u>12" Heavy Corefloor</u>								
6	Materials including SD Sales Tax	\$33,892.00	\$33,892.00			\$33,892.00	100.00%		\$3,389.20
7	Freight	\$3,731.00	\$2,798.25	\$932.75		\$3,731.00	100.00%	\$0.00	\$373.10
	<u>Solid Gray Panels</u>								
8	Materials including SD Sales Tax	\$273,285.00	\$273,285.00			\$273,285.00	100.00%		\$27,328.50
9	Freight	\$25,186.00	\$18,889.50	\$6,296.50		\$25,186.00	100.00%	\$0.00	\$2,518.60
	<u>Beams</u>								
10	Materials including SD Sales Tax	\$179,092.00	\$179,092.00			\$179,092.00	100.00%		\$17,909.20
11	Freight	\$11,193.00	\$8,394.75	\$2,798.25		\$11,193.00	100.00%	\$0.00	\$1,119.30
	<u>Columns</u>								
12	Materials including SD Sales Tax	\$62,569.00	\$62,569.00			\$62,569.00	100.00%		\$6,256.90
13	Freight								
14	Erection	\$240,000.00		\$240,000.00		\$240,000.00	100.00%		\$24,000.00
GRAND TOTALS		\$1,145,500.00	\$889,609.50	\$255,890.50	\$0.00	\$1,145,500.00	100.00%	\$0.00	\$114,550.00

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G703-1992

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO OWNER:

Prevail, LLC
100 East Kemp Avenue, Suite E
Watertown, SD 57201

PROJECT: Generations on 1st
Watertown, SD

APPLICATION NO: 5-Retainage

Distribution to:

☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

FROM CONTRACTOR:

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA:

PERIOD TO: 5/31/2021

PROJECT NOS:

JOB NO: 20-11349

CONTRACT DATE: 8/31/2020

Invoice #191726RET

CONTRACT FOR: Concrete Products

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	1,145,500.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	1,145,500.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	1,145,500.00
5. RETAINAGE:		
a. 0% of Completed Work (Column D + E on G703)	\$	0.00
b. 0% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	1,145,500.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	1,030,950.00
8. CURRENT PAYMENT DUE	\$	114,550.00
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	0.00

CONTRACTOR:

By: Tina C... Date: 05/24/2021

State of: South Dakota

Subscribed and sworn to before me this 20th day of May

Notary Public: David G. Honner

My Commission expires: 10-31-2023

DAVID G. HONNER

NOTARY PUBLIC
SOUTH DAKOTA

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: 5-Retainage

APPLICATION DATE: 5/20/21

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 5/31/21

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11349

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 0.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Drafting/Mobilization/Engineering	\$39,000.00	\$39,000.00			\$39,000.00	100.00%		
	8" Corefloor								
2	Materials including Sales Tax	\$148,747.00	\$148,747.00			\$148,747.00	100.00%		
3	Freight	\$7,995.00	\$7,995.00			\$7,995.00	100.00%	\$0.00	
	12" Corefloor								
4	Materials including Sales Tax	\$105,353.00	\$105,353.00			\$105,353.00	100.00%		
5	Freight	\$15,457.00	\$15,457.00			\$15,457.00	100.00%	\$0.00	
	12" Heavy Corefloor								
6	Materials including SD Sales Tax	\$33,892.00	\$33,892.00			\$33,892.00	100.00%		
7	Freight	\$3,731.00	\$3,731.00			\$3,731.00	100.00%	\$0.00	
	Solid Gray Panels								
8	Materials including SD Sales Tax	\$273,285.00	\$273,285.00			\$273,285.00	100.00%		
9	Freight	\$25,186.00	\$25,186.00			\$25,186.00	100.00%	\$0.00	
	Beams								
10	Materials including SD Sales Tax	\$179,092.00	\$179,092.00			\$179,092.00	100.00%		
11	Freight	\$11,193.00	\$11,193.00			\$11,193.00	100.00%	\$0.00	
	Columns								
12	Materials including SD Sales Tax	\$62,569.00	\$62,569.00			\$62,569.00	100.00%		
13	Freight								
14	Erection	\$240,000.00	\$240,000.00			\$240,000.00	100.00%		
GRAND TOTALS		\$1,145,500.00	\$1,145,500.00	\$0.00	\$0.00	\$1,145,500.00	100.00%	\$0.00	\$0.00

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G703-1992

Deposits with Cash Receipts

Cash	Cash						
Receipt ID	Receipt Type	Invoice	Contract	Description	Amount		
GW - Oppper 37380	01-22-2021 012221DEP						
	604250	PREVAIL, LLC					
	Invoice cash receipt	191563	2011284		74,560.75-		
	Invoice cash receipt	191564RET	2011284		30,400.55-		
	Cash Receipt 37380 Total:				104,961.30-*		
Deposit 012221DEP on 1-22-2021 Total:					104,961.30-*		
37680	03-18-2021 031821DEP						
	604250	PREVAIL, LLC					
	Invoice cash receipt	191527	2011284		503,049.70-		
	Cash Receipt 37680 Total:				503,049.70-*		
	37697	604250	PREVAIL, LLC				
Invoice cash receipt		191642	2011349		525,600.00-		
Cash Receipt 37697 Total:				525,600.00-*			
Deposit 031821DEP on 3-18-2021 Total:					1,028,649.70-*		
38016		06-24-2021 062421DEP					
	604250	PREVAIL, LLC					
	Invoice cash receipt	191668	2011349		232,144.20-		
	Cash Receipt 38016 Total:				232,144.20-*		
	Deposit 062421DEP on 6-24-2021 Total:					232,144.20-*	
38219	06-29-2021 062621DEP						
	604250	PREVAIL, LLC					
	Invoice cash receipt	191726RET	2011349		114,550.00-		
	Cash Receipt 38219 Total:				114,550.00-*		
	38217	604250	PREVAIL, LLC				
Invoice cash receipt		191689	2011349		42,904.35-		
Cash Receipt 38217 Total:				42,904.35-*			
Deposit 062621DEP on 6-29-2021 Total:					157,454.35-*		
38220		09-16-2021 091621DEP					
	604250	PREVAIL, LLC					
	Invoice cash receipt	191725	2011349		230,301.45-		
	Cash Receipt 38220 Total:				230,301.45-*		
	Deposit 091621DEP on 9-16-2021 Total:					230,301.45-*	
GW - Oppper Total:					1,753,511.00-*		
Report Total:					1,753,511.00-*		



2810 N. Bahnson Avenue ■ Sioux Falls, South Dakota 57104
Main Office: (605) 336-1180 ■ Fax: (605) 330-0560

July 15, 2021

Prevail, LLC
100 East Kemp Avenue
Suite E
Watertown, SD 57201

Attn: Jesse Kiihl

RE: Generations on 1st, 26 1st Ave. SW, Watertown, SD 57201

Per our records, there is an outstanding balance on this contract. Please check this against your records and let us know what we can do to help get this processed.

<u>Original Contract Value</u>	<u>\$1,145,500.00</u>
	\$1,145,500.00 Total Contract

Invoice #191642 dated 2/25/21	\$525,600.00
Invoice #191668 dated 3/24/21	232,144.20
Invoice #191689 dated 4/22/21	42,904.35
Invoice #191725 dated 5/20/21	230,301.45
<u>Invoice #191726RET dated 5/20/21</u>	<u>114,550.00</u>
	\$1,145,500.00 Total Billed

Check #37697 rec'd 3/18/21	\$525,600.00
Check #38016 rec'd 6/24/21	232,144.20
Check #28217 rec'd 6/29/21	42,904.35
<u>Check #38219 rec'd 6/29/21</u>	<u>114,550.00</u>
	\$915,198.55 Total Received

\$230,301.45 TOTAL OUTSTANDING

Sincerely,

A handwritten signature in black ink that reads "David Honner".

David Honner, VP of Accounting
Gage Brothers Concrete Products, Inc.

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

37697

77-7869/2913

**** FIVE HUNDRED TWENTY FIVE THOUSAND SIX HUNDRED AND 00/100 DOLLARS

TO THE
ORDER OF

03/16/21

\$525,600.00*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:03/16/21 CK#:37697 TOTAL:\$525,600.00* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property	Account	Invoice	Description	Amount
0824	6200			525,600.00
				525,600.00

Cust # 604250
inv # 191642
job # 20-11349

DATE:05/26/21 CK#:38016 TOTAL:\$232,144.20* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property Account	Invoice	Description	Amount
0824 6200			232,144.20
			<hr/> 232,144.20

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

38016

77-7869/2913

*** TWO HUNDRED THIRTY TWO THOUSAND ONE HUNDRED FORTY FOUR AND 20/100 DOLLARS

05/26/21

\$232,144.20*

TO THE
ORDER OF

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account



Authorized Signature

RRSB-Gage Bros. Concrete Products Inc. SD Subpoena 2115

Deposit Detail Report
Online Business Deposit

Report Created on 6/24/2021 1:36:10 PM by Karen

Presenter: Gage Bros. Concrete Products, Inc Date Range: 6/24/2021 - 6/24/2021

Location(s): Gage Bros. Concrete Products, Inc Account(s): 13430946

Research ID	Aux On Us	Transit Routing	Account Number	Process Control	Amount
<i>Location: Gage Bros. Concrete Products, Inc ~ Acct: Gage Bros Concrete (13430946)</i>					
<i>User: Karen ~ Item Count: 2 ~ Deposit Amount: \$232,144.20</i>					
<i>Processed: 6/24/2021 ~ Acknowledged: 6/24/2021 1:36 PM ~ Posted: 6/24/2021</i>					
1-1		091408734		11	\$232,144.20
1-2		291378693			(\$232,144.20)
Total Item Count: 2 ~ Total Deposit Amount: \$232,144.20					

Deposit Detail Report
Online Business Deposit

Report Created on 9/16/2021 1:38:45 PM by Karen

Presenter: Gage Bros. Concrete Products, Inc Date Range: 9/16/2021 - 9/16/2021
Location(s): Gage Bros. Concrete Products, Inc Account(s): 13430946

Research ID	Aux On Us	Transit Routing	Account Number	Process Control	Amount
-------------	-----------	-----------------	----------------	-----------------	--------

Location: Gage Bros. Concrete Products, Inc ~ Acct: Gage Bros Concrete (13430946)

User: Karen ~ Item Count: 2 ~ Deposit Amount: \$230,301.45

Processed: 9/16/2021 ~ Acknowledged: 9/16/2021 1:39 PM ~ Posted: 9/16/2021

2-1		091408734		11	\$230,301.45
2-2		291378693			(\$230,301.45)

Total Item Count: 2 ~ Total Deposit Amount: \$230,301.45

TO VERIFY AUTHENTICITY, SEE REVERSE SIDE FOR DESCRIPTION OF THE 11 SECURITY FEATURES

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

38220

77-7869/2913

**** TWO HUNDRED THIRTY THOUSAND THREE HUNDRED ONE AND 45/100 DOLLARS

TO THE
ORDER OF

06/24/21

\$230,301.45*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:06/24/21 CK#:38220 TOTAL:\$230,301.45* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property	Account	Invoice	Description	Amount
0824	6210			230,301.45
				230,301.45

Cust # 604250
inv # 191725
job # 20-11349

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

38219

77-7869/2913

**** ONE HUNDRED FOURTEEN THOUSAND FIVE HUNDRED FIFTY AND 00/100 DOLLARS

TO THE
ORDER OF

06/24/21

\$114,550.00*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:06/24/21 CK#:38219 TOTAL:\$114,550.00* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property	Account	Invoice	Description	Amount
0824	6210			114,550.00
				114,550.00

cust # 604256 Prevail

inv # 191726 RET

job # 20-11349 Generations on 1st

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

38217

77-7869/2913

**** FORTY TWO THOUSAND NINE HUNDRED FOUR AND 35/100 DOLLARS

TO THE
ORDER OF

06/24/21

\$42,904.35**

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:06/24/21 CK#:38217 TOTAL:\$42,904.35** BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property	Account	Invoice	Description	Amount
0824	6210			42,904.35
				<hr/> 42,904.35

cust # 604250 Prevail

inv # 191689

job # 20-11349 Generations on 1st

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 23rd day of March, 2021

AMOUNT: \$ 525,600.00

Paid to: Gage Bros. Concrete Products, Inc

FULL _____

PARTIAL X

David Honner
By: David Honner
Its: Vice-President
Address: 2810 N. Bahnson Avenue
Sioux Falls, SD 57104
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

Craig Development
1405 1st Ave N
Fargo, ND 58102

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 28th day of June, 2021

AMOUNT: \$ 232,144.20

Paid to: Gage Bros. Concrete Products, Inc

FULL _____
PARTIAL X

David Honner
By: David Honner
Its: Vice-President
Address: 2810 N. Johnson Avenue
Sioux Falls, SD 57104
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

**Craig Development
1405 1st Ave N
Fargo, ND 58102**

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 29th day of June, _____.

AMOUNT: \$ 42,904.35

Paid to: Gage Bros. Concrete Products, Inc.

FULL _____

PARTIAL ✓

By: Douglas R. Charles
Its: VP - Finance
Address: 2810 N. Bakula Ave.
Sioux Falls, SD 57104
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

**Craig Development
1405 1st Ave N
Fargo, ND 58102**

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 29th day of June, 2021

AMOUNT: \$ 114,550.00

Paid to: Gage Bros. Concrete Products, Inc.

FULL _____
PARTIAL ✓

By: [Signature]
Its: VP - Finance
Address: 2010 N. Bakken Ave.
Phone Number: 605-336-1100

PLEASE SIGN AND RETURN TO:

**Craig Development
1405 1st Ave N
Fargo, ND 58102**

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 16th day of September, 2021.

AMOUNT: \$ 230,301.45

Paid to: Gage Bros. Concrete Products, Inc.

FULL _____

PARTIAL ✓

By: [Signature]
Its: VP of Finance
Address: 2010 N. Bakson
Sioux Falls, SD
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

Craig Development
1405 1st Ave N
Fargo, ND 58102

Exhibit C

Gage Bros. Concrete Products, Inc.

**Parkside Project
Payment Applications
Payment Records
Lien Waivers**

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF

PAGES

TO OWNER Parkside Place, LLC
1405 1st Avenue North
Fargo, ND 58102

PROJECT: Parkside Place
Watertown, SD

APPLICATION NO: 1

Distribution to:

☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

PERIOD TO: 11/30/2020

FROM CONTRACTOR:

VIA: Prevail, LLC

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

100 East Kemp Ave
Suite E
Watertown, SD 58102

PROJECT NOS:

JOB NO: 20-11284

CONTRACT DATE: 8/31/2020

Invoice #191527

CONTRACT FOR: Concrete Products

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM	\$	608,011.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$	608,011.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	529,526.00
5. RETAINAGE:		
a. 5% of Completed Work (Column D + E on G703)	\$	26,476.30
b. 5% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	26,476.30
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	503,049.70
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	0.00
8. CURRENT PAYMENT DUE	\$	503,049.70
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	104,961.30

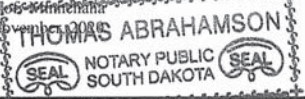
CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR:

By: [Signature] Date: 11/24/2020

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 24th day of November, 2020
Notary Public: [Signature]
My Commission expires: 1/22/2026



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 1

APPLICATION DATE: 11/24/20

PERIOD TO: 11/30/20

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11284

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 5.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
	<u>12" COREFLOOR</u>								
1	Materials including Sales Tax	\$138,651.00		\$138,651.00		\$138,651.00	100.00%		\$6,932.55
2	Freight	\$11,770.00		\$5,885.00		\$5,885.00	50.00%	\$5,885.00	\$294.25
	<u>12" HEAVY COREFLOOR</u>								
3	Materials including Sales Tax	\$26,070.00		\$26,070.00		\$26,070.00	100.00%		\$1,303.50
4	Freight	\$3,745.00		\$1,872.50		\$1,872.50	50.00%	\$1,872.50	\$93.63
	<u>SMOOTH GREY PANELS</u>								
5	Materials including Sales Tax	\$171,197.00		\$171,197.00		\$171,197.00	100.00%		\$8,559.85
6	Freight	\$16,050.00		\$8,025.00		\$8,025.00	50.00%	\$8,025.00	\$401.25
	<u>BEAMS</u>								
7	Materials including Sales Tax	\$77,663.00		\$77,663.00		\$77,663.00	100.00%		\$3,883.15
8	Freight	\$5,350.00		\$2,675.00		\$2,675.00	50.00%	\$2,675.00	\$133.75
	<u>COLUMNS</u>								
9	Materials including Sales Tax	\$37,460.00		\$37,460.00		\$37,460.00	100.00%		\$1,873.00
10	Freight	\$1,605.00		\$802.50		\$802.50	50.00%	\$802.50	\$40.13
11	Hired Erection	\$118,450.00		\$59,225.00		\$59,225.00	50.00%	\$59,225.00	\$2,961.25
	GRAND TOTALS	\$608,011.00	\$0.00	\$529,526.00	\$0.00	\$529,526.00	87.09%	\$78,485.00	\$26,476.30

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO OWNER Parkside Place, LLC
1405 1st Avenue North
Fargo, ND 58102

PROJECT: Parkside Place
Watertown, SD

APPLICATION NO: 2

Distribution to:
☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

FROM CONTRACTOR:

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA: Prevail, LLC
100 East Kemp Ave
Suite E
Watertown, SD 58102

PERIOD TO: 12/31/2020

PROJECT NOS:
JOB NO: 20-11284
CONTRACT DATE: 8/31/2020

CONTRACT FOR: Concrete Products

Invoice #191563

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	608,011.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$	608,011.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	608,011.00
5. RETAINAGE:		
a. 5% of Completed Work (Column D + E on G703)	\$	30,400.55
b. 5% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	30,400.55
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	577,610.45
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	503,049.70
8. CURRENT PAYMENT DUE	\$	74,560.75
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	30,400.55

CONTRACTOR:

By: [Signature] Date: 12/18/2020
State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 18th day of December 2020
Notary Public: [Signature]
My Commission expires: 1/22/2024
THOMAS BRAHAMSON
SEAL NOTARY PUBLIC SOUTH DAKOTA SEAL

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

AIA DOCUMENT G702 - APPLICATION AND CERTIFICATION FOR PAYMENT - 1992 EDITION - AIA - ©1992

THE AMERICAN INSTITUTE OF ARCHITECTS, 1735 NEW YORK AVE., N.W., WASHINGTON, DC 20006-5292

Users may obtain validation of this document by requesting a completed AIA Document D401 - Certification of Document's Authenticity from the Licensee.

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: 2

APPLICATION DATE: 11/24/20

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 12/31/20

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11284

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 5.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G + C)		
	<u>12" COREFLOOR</u>								
1	Materials including Sales Tax	\$138,651.00	\$138,651.00			\$138,651.00	100.00%		\$6,932.55
2	Freight	\$11,770.00	\$5,885.00	\$5,885.00		\$11,770.00	100.00%	\$0.00	\$588.50
	<u>12" HEAVY COREFLOOR</u>								
3	Materials including Sales Tax	\$26,070.00	\$26,070.00			\$26,070.00	100.00%		\$1,303.50
4	Freight	\$3,745.00	\$1,872.50	\$1,872.50		\$3,745.00	100.00%	\$0.00	\$187.25
	<u>SMOOTH GREY PANELS</u>								
5	Materials including Sales Tax	\$171,197.00	\$171,197.00			\$171,197.00	100.00%		\$8,559.85
6	Freight	\$16,050.00	\$8,025.00	\$8,025.00		\$16,050.00	100.00%	\$0.00	\$802.50
	<u>BEAMS</u>								
7	Materials including Sales Tax	\$77,663.00	\$77,663.00			\$77,663.00	100.00%		\$3,883.15
8	Freight	\$5,350.00	\$2,675.00	\$2,675.00		\$5,350.00	100.00%	\$0.00	\$267.50
	<u>COLUMNS</u>								
9	Materials including Sales Tax	\$37,460.00	\$37,460.00			\$37,460.00	100.00%		\$1,873.00
10	Freight	\$1,605.00	\$802.50	\$802.50		\$1,605.00	100.00%	\$0.00	\$80.25
11	Hired Erection	\$118,450.00	\$59,225.00	\$59,225.00		\$118,450.00	100.00%		\$5,922.50
	GRAND TOTALS	\$608,011.00	\$529,526.00	\$78,485.00	\$0.00	\$608,011.00		\$0.00	\$30,400.55

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF TWO PAGES

TO OWNER Parkside Place, LLC
1405 1st Avenue North
Fargo, ND 58102

PROJECT: Parkside Place
Watertown, SD

APPLICATION NO: 3-Retainage

Distribution to:

☐ OWNER
☐ ARCHITECT
☐ CONTRACTOR

FROM CONTRACTOR:

Gage Bros. Concrete Prod. Inc.
2810 North Bahnson Avenue
Sioux Falls, SD 57104

VIA: Prevail, LLC
100 East Kemp Ave
Suite E
Watertown, SD 58102

PERIOD TO: 12/31/2020

PROJECT NOS:
JOB NO: 20-11284
CONTRACT DATE: 8/31/2020

CONTRACT FOR: Concrete Products

Invoice #191564RET

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

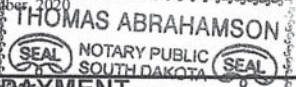
The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	608,011.00
2. Net change by Change Orders	\$	0.00
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$	608,011.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$	608,011.00
5. RETAINAGE:		
a. 0% of Completed Work (Column D + E on G703)	\$	0.00
b. 0% of Stored Material (Column F on G703)	\$	0.00
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	0.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	608,011.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	577,610.45
8. CURRENT PAYMENT DUE	\$	30,400.55
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	0.00

CONTRACTOR:

By: Thomas Abrahamson Date: 12/18/2020

State of: South Dakota County of: Minnehaha
Subscribed and sworn to before me this 18th day of December, 2020
Notary Public: Thomas Abrahamson
My Commission expires: 1/22/2024



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT:

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner		
Total approved this Month		
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

AIA DOCUMENT G702 - APPLICATION AND CERTIFICATION FOR PAYMENT - 1992 EDITION - AIA - ©1992

THE AMERICAN INSTITUTE OF ARCHITECTS, 1735 NEW YORK AVE., N.W., WASHINGTON, DC 20006-5292

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CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: 3-Retainage

APPLICATION DATE: 11/24/20

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 12/31/20

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 0

JOB NO: 20-11284

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE) 0.00%
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G + C)		
	<u>12" COREFLOOR</u>								
1	Materials including Sales Tax	\$138,651.00	\$138,651.00			\$138,651.00	100.00%		
2	Freight	\$11,770.00	\$11,770.00			\$11,770.00	100.00%	\$0.00	
	<u>12" HEAVY COREFLOOR</u>								
3	Materials including Sales Tax	\$26,070.00	\$26,070.00			\$26,070.00	100.00%		
4	Freight	\$3,745.00	\$3,745.00			\$3,745.00	100.00%	\$0.00	
	<u>SMOOTH GREY PANELS</u>								
5	Materials including Sales Tax	\$171,197.00	\$171,197.00			\$171,197.00	100.00%		
6	Freight	\$16,050.00	\$16,050.00			\$16,050.00	100.00%	\$0.00	
	<u>BEAMS</u>								
7	Materials including Sales Tax	\$77,663.00	\$77,663.00			\$77,663.00	100.00%		
8	Freight	\$5,350.00	\$5,350.00			\$5,350.00	100.00%	\$0.00	
	<u>COLUMNS</u>								
9	Materials including Sales Tax	\$37,460.00	\$37,460.00			\$37,460.00	100.00%		
10	Freight	\$1,605.00	\$1,605.00			\$1,605.00	100.00%	\$0.00	
11	Hired Erection	\$118,450.00	\$118,450.00			\$118,450.00	100.00%		
	GRAND TOTALS	\$608,011.00	\$608,011.00	\$0.00	\$0.00	\$608,011.00		\$0.00	\$0.00

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

Deposits with Cash Receipts

<u>Cash Receipt ID</u>	<u>Cash Receipt Type</u>	<u>Invoice</u>	<u>Contract</u>	<u>Description</u>	<u>Amount</u>
GW - Opper 37380	01-22-2021 012221DEP				
	604250 PREVAIL, LLC				
	Invoice cash receipt	191563	2011284		74,560.75-
	Invoice cash receipt	191564RET	2011284		30,400.55-
				Cash Receipt 37380 Total:	104,961.30-*
				Deposit 012221DEP on 1-22-2021 Total:	104,961.30-*
37680	03-18-2021 031821DEP				
	604250 PREVAIL, LLC				
	Invoice cash receipt	191527	2011284		503,049.70-
				Cash Receipt 37680 Total:	503,049.70-*
37697	604250 PREVAIL, LLC				
	Invoice cash receipt	191642	2011349		525,600.00-
				Cash Receipt 37697 Total:	525,600.00-*
				Deposit 031821DEP on 3-18-2021 Total:	1,028,649.70-*
38016	06-24-2021 062421DEP				
	604250 PREVAIL, LLC				
	Invoice cash receipt	191668	2011349		232,144.20-
				Cash Receipt 38016 Total:	232,144.20-*
				Deposit 062421DEP on 6-24-2021 Total:	232,144.20-*
38219	06-29-2021 062621DEP				
	604250 PREVAIL, LLC				
	Invoice cash receipt	191726RET	2011349		114,550.00-
				Cash Receipt 38219 Total:	114,550.00-*
38217	604250 PREVAIL, LLC				
	Invoice cash receipt	191689	2011349		42,904.35-
				Cash Receipt 38217 Total:	42,904.35-*
				Deposit 062621DEP on 6-29-2021 Total:	157,454.35-*
38220	09-16-2021 091621DEP				
	604250 PREVAIL, LLC				
	Invoice cash receipt	191725	2011349		230,301.45-
				Cash Receipt 38220 Total:	230,301.45-*
				Deposit 091621DEP on 9-16-2021 Total:	230,301.45-*
				GW - Opper Total:	1,753,511.00-*
				Report Total:	1,753,511.00-*

Deposit Detail Report
Online Business Deposit

Report Created on 3/18/2021 2:34:56 PM by Karen

Presenter: Gage Bros. Concrete Products, Inc Date Range: 3/18/2021 - 3/18/2021

Location(s): Gage Bros. Concrete Products, Inc Account(s): 13430946

Research ID	Aux On Us	Transit Routing	Account Number	Process Control	Amount
<i>Location: Gage Bros. Concrete Products, Inc ~ Acct: Gage Bros Concrete (13430946)</i>					
<i>User: Karen ~ Item Count: 5 ~ Deposit Amount: \$1,277,247.07</i>					
<i>Processed: 3/18/2021 ~ Acknowledged: 3/18/2021 2:35 PM ~ Posted: 3/18/2021</i>					
1-1		091408734		11	\$1,277,247.07
1-2	001042	104014138			(\$195,643.47)
1-3		291378693			(\$503,049.70)
1-4		291378693			(\$52,953.90)
1-5		291378693			(\$525,600.00)
Total Item Count: 5 ~ Total Deposit Amount: \$1,277,247.07					

ACCESS BANK 27-1413
1040

1042

**BURLINGTON CAPITAL
CONSTRUCTION SERVICES LLC**

1004 FARNAM STREET, SUITE 400
OMAHA, NE 68102-1885

DATE 03/10/2021 \$ AMOUNT *195,643.47

PAY: ONE HUNDRED NINETY-FIVE THOUSAND SIX HUNDRED FORTY-THREE AND 47/100 DOLLARS

TO THE ORDER OF: Gage Bros. Concrete Products, Inc.
2810 N. Bahnson Avenue
Sioux Falls SD 57104

Mary Blaney
Bm
TWO SIGNATURES REQUIRED FOR AMOUNTS OVER \$5000

BURLINGTON CAPITAL CONSTRUCTION SERVICES LLC • OMAHA, NE 68102-1885

1042

Check#: 1042	Date: 03/10/2021	Amount: 195,643.47	Vendor: 1168 Gage Bros. Concrete Products, Inc.			
Invoice#	Invoice Date	Job/Description	Balance	Retain	Discount	This Check
PayApp 3 - 38th	02/28/2021	1 38th & Leavenworth	195,643.47			195,643.47

cust # 98934
inv # 191641
job # 20-11300

RRSB-Gage Bros. Concrete Products Inc. SD Subpoena 0958

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

37680

77-7869/2913

**** FIVE HUNDRED THREE THOUSAND FORTY NINE AND 70/100 DOLLARS

TO THE
ORDER OF

03/16/21

\$503,049.70*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:03/16/21 CK#:37680 TOTAL:\$503,049.70* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)
Property Account Invoice Description Amount

0824 6200

503,049.70

503,049.70

cust # 604250

inv # 191527

job # 20-11284

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

37402

77-7869/2913

**** FIFTY TWO THOUSAND NINE HUNDRED FIFTY THREE AND 90/100 DOLLARS

TO THE
ORDER OF

01/25/21

\$52,953.90**

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:01/25/21 CK#:37402 TOTAL:\$52,953.90** BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property Account	Invoice	Description	Amount
0824 6200		lofts final	52,953.90
			52,953.90

Cust # 567500

Inv # 20149RET # 191632

Job # 19-11121

Craig Properties, LLC

PO Box 426
Fargo, ND 58107

First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

37697

77-7869/2913

**** FIVE HUNDRED TWENTY FIVE THOUSAND SIX HUNDRED AND 00/100 DOLLARS

TO THE
ORDER OF

03/16/21

\$525,600.00*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

DATE:03/16/21 CK#:37697 TOTAL:\$525,600.00* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property Account

Invoice

Description

Amount

0824 6200

525,600.00

525,600.00

Cust # 604250
inv # 191642
job # 20-11349

Case 25-30002 Doc 204 Filed 10/15/25 Entered 10/15/25 16:45:29 Desc Main Document Page 67 of 69
Craig Properties, LLCPO Box 426
Fargo, ND 58107First Community Credit Union
4521 19th Avenue South
Fargo, ND 58103

37380

77-7869/2913

**** ONE HUNDRED FOUR THOUSAND NINE HUNDRED SIXTY ONE AND 30/100 DOLLARS

TO THE
ORDER OF

01/18/21

\$104,961.30*

GAGE BROS. CONCRETE PROD INC
2810 NORTH BAHNSON AVE
SIOUX FALLS, SD 57104

Business Account

Authorized Signature

||

||

DATE:01/18/21 CK#:37380 TOTAL:\$104,961.30* BANK:1120 - Craig Properties, LLC
PAYEE:GAGE BROS. CONCRETE PROD INC(gage)

Property Account	Invoice	Description	Amount
0824 6200			104,961.30
			104,961.30

Cust # 604250
inv # 191563 & 191564 RET
job # 20-11284

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 15 and 16 in Block 2 of the Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

8 2nd Street Northeast, Watertown, SD 57201

Dated this 28th day of January, 2021.

AMOUNT: \$ _____

Paid to: Gage Bros. Concrete Products, Inc

FULL _____
PARTIAL X

David Horner
By: David Horner
Its: Vice-President
Address: 2810 N. Robinson Avenue
Sioux Falls, SD 57104
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

First Dakota Title - Watertown
168 North Broadway
Watertown, SD 57201
Fax Number -- (605)886-1041

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -
Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 15 and 16 in Block 2 of the Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

8 2nd Street Northeast, Watertown, SD 57201

Dated this 23rd day of March, 2021.

AMOUNT: \$ 503,049.70

Paid to: Gage Bros. Concrete Products, Inc

FULL

X

PARTIAL

David Honner
By: David Honner
Its: Vice-President
Address: 2810 N. Bakhsen Avenue
Siooux Falls, SD 57104
Phone Number: 605-336-1180

PLEASE SIGN AND RETURN TO:

Craig Development, LLC
1405 1st Avenue North
Fargo, ND 58102